

STATE OF CALIFORNIA
BUSINESS, TRANSPORTATION AND HOUSING AGENCY
DEPARTMENT OF CORPORATIONS

TO: Kenneth W. Keegan
Faber Laine Johnston
Brandon Taylor
Guardian Capital Management
450 Salmar Avenue
Campbell, CA 95008

Consolidated Management Group, LLC
Consolidated Leasing Anadarko Joint Venture
Consolidated Leasing Hugoton Joint Venture #2
410 Urban Drive
Hutchinson, KS 67501

DESIST AND REFRAIN ORDER

(For violations of sections 25110 and 25210 of the Corporations Code)

The California Corporations Commissioner finds that:

1. Kenneth W. Keegan is an individual currently doing business under the name Guardian Capital Management, located at 450 Salmar Avenue, Campbell, California, 95008. Guardian Capital Management is a purported investment management and brokerage firm.

2. Faber Laine Johnston is Kenneth W. Keegan's son-in-law. He is the Director of New Business Development for Guardian Capital Management. His business address is 450 Salmar Avenue, Campbell, California, 95008.

3. Brandon Taylor works for Guardian Capital Management. His business address is 450 Salmar Avenue, Campbell, California, 95008.

4. Consolidated Leasing Anadarko Joint Venture is a joint venture located at 410 Urban Drive, Hutchinson, Kansas, 67501. It is engaged primarily in the business of acquiring and leasing to others energy-related service equipment.

1 5. Consolidated Leasing Hugoton Joint Venture #2 is a joint venture located at 410
2 Urban Drive, Hutchinson, Kansas, 67501. It is engaged primarily in the business of acquiring and
3 leasing to others energy-related service equipment.

4 6. Consolidated Management Group, LLC is a Kansas limited liability company located
5 at 410 Urban Drive, Hutchinson, Kansas, 67501. Consolidated Management Group, LLC is the
6 Managing Venturer of the joint ventures Consolidated Leasing Anadarko Joint Venture and
7 Consolidated Leasing Hugoton Joint Venture #2.

8 7. Kenneth W. Keegan, Faber Laine Johnston, Brandon Taylor, Guardian Capital
9 Management, Consolidated Management Group LLC, Consolidated Leasing Anadarko Joint Venture
10 and Consolidated Leasing Hugoton Joint Venture #2 are engaged in the offer and sale of securities in
11 the form of joint venture interests. According to a Private Placement Memorandum dated October 1,
12 2005, one hundred joint venture interests in Consolidated Leasing Anadarko Joint Venture were to be
13 sold at a price of \$62,000 per unit, and the proceeds would be used to purchase and lease energy-
14 related service equipment. According to a Private Placement Memorandum dated August 5, 2005,
15 one hundred sixteen joint venture interests in Consolidated Leasing Hugoton Joint Venture #2 were
16 to be sold at a price of \$50,000 per unit, and the proceeds would be used to purchase and lease
17 energy-related service equipment.

18 8. Kenneth W. Keegan, Faber Laine Johnston, Brandon Taylor, Guardian Capital
19 Management, Consolidated Management Group LLC, Consolidated Leasing Anadarko Joint Venture
20 and Consolidated Leasing Hugoton Joint Venture #2 have engaged in general solicitations to the
21 public to offer and sell these joint ventures interests.

22 9. These securities have been offered and sold in California in issuer transactions. The
23 Department of Corporations has not issued a permit or other form of qualification authorizing any
24 person to offer and sell these securities in this state. Neither Kenneth W. Keegan, Faber Laine
25 Johnston, Brandon Taylor nor Guardian Capital Management has applied for or obtained a certificate
26 from the Commissioner authorizing them to act in the capacity of a broker-dealer.

27 10. Based upon the foregoing findings the California Corporations Commissioner is of the
28 opinion that the joint venture interests offered and sold by Kenneth W. Keegan, Faber Laine

Johnston, Brandon Taylor, Guardian Capital Management, Consolidated Management Group LLC, Consolidated Leasing Anadarko Joint Venture and Consolidated Leasing Hugoton Joint Venture #2 are securities and are subject to qualification under the California Corporate Securities Law of 1968, and that these securities have been offered and sold without being qualified in violation of Corporations Code section 25110 and are not exempt. Pursuant to section 25532 of the Corporate Securities Law of 1968, Kenneth W. Keegan, Faber Laine Johnston, Brandon Taylor, Guardian Capital Management, Consolidated Management Group LLC, Consolidated Leasing Anadarko Joint Venture and Consolidated Leasing Hugoton Joint Venture #2 are hereby ordered to desist and refrain from the further offer or sale in the State of California of securities, including but not limited to joint venture interests, unless and until qualification has been made under the law or unless exempt.

12. The California Corporations Commissioner is of the further opinion that Kenneth W. Keegan, Faber Laine Johnston, Brandon Taylor and Guardian Capital Management have acted as broker-dealers in violation of Corporations Code section 25210 by attempting to induce the purchase of securities in the form of joint venture interests in Consolidated Leasing Andarko Joint Venture and Consolidated Leasing Hugoton Joint Venture #2. Pursuant to Corporations Code section 25532 Kenneth W. Keegan, Faber Laine Johnston, Brandon Taylor and Guardian Capital Management are hereby ordered to desist and refrain from effecting any transaction in, or attempting to induce or inducing the purchase or sale of, any securities in this state, unless and until they have applied for and secured from the Commissioner a certificate authorizing them to act in that capacity or unless exempt.

This Order is necessary, in the public interest, for the protection of investors and consistent with the purposes, policies, and provisions of the Corporate Securities Law of 1968.

Dated: January 19, 2006
Los Angeles, California

WAYNE STRUMPFER
Acting California Corporations Commissioner

By _____
ALAN S. WEINGER
Acting Deputy Commissioner